

YUBA COUNTY EMPLOYEES ASSOCIATION LOCAL #1 BYLAWS

ARTICLE I

Name:

The name of this Association is and shall be the Yuba County Employees Association Local #1. Unless otherwise indicated, the term Association as used in these bylaws shall mean the Yuba County Employees Association Local #1.

ARTICLE II

Office:

The principal office is hereby fixed and located in Yuba City, California. The Board of Directors is hereby granted full power and authority to change said principal office from one location to another within the State of California. Any such change shall be noted by the Secretary, but shall not be considered an amendment to these bylaws.

ARTICLE III

Purpose:

The primary purpose of this Association shall be to maintain and improve wages, hours and other terms and conditions of employment of the employees of the County of Yuba and to advance and improve the public service and to promote the interest and welfare of the membership individually and collectively.

ARTICLE IV

Members:

1. The members of the Association shall be classified as: a) Regular members, b) Retired members, and c) Associate members.

a. Regular membership shall be available to all employees in the Bargaining Units that are represented by the Association. Regular members shall be entitled to all rights and

privileges of the Association membership including full voting rights and the right to hold office.

b. Retired membership shall be available to those past regular members who are retired from service or who take deferred retirement. Retired members shall be entitled to continue to receive all of the rights and privileges of the Association membership that they received prior to becoming a Retired member, except that they shall not be eligible for election to office, nor have voting privileges.

c) Associate membership shall be available to public employees of the any public or quasi-public agency or group. An Associate member shall be entitled to individual representation on employment related matters that are within the scope of representation and to participate in social events sponsored by the Association. Associate members shall not have the right to vote or hold office.

2. Membership is effective the first day of the month after the member applies and pays dues, or the first day of the month after an agency authorized to receive dues for the Association has remitted said dues to the Association.

3. Any member may be dismissed from membership for good and sufficient cause as determined by the Board of Directors. A decision to dismiss or reinstate shall require a 2/3 vote of the entire Board of Directors.

4. There shall be no discrimination by the Association in admission to membership or in the treatment of members on the basis of race, color, religion, creed, sex, age, national origin, sexual orientation or physical handicap. The Association supports the concept of equal employment opportunity as set forth in appropriate federal and state laws.

ARTICLE V

Agency Shop:

1. In units represented by the Association where an agency shop has been established in accordance with the law, representation shall be provided to non-members in the same manner and degree as that which is provided to members.

a.) **Non-members shall be either:**

i.) Fair Share Fee Payer: A fee payer does not have the right to hold office in the Association or to vote on Association matters.

ii.) Religious Objector: A religious objector does not have the right to hold office in the Association or to vote on Association matters.

ARTICLE VI

Dues, Fees and Assessments:

1. The dues/fees/assessments for all members, fair share fee payers and religious objectors shall be determined by either the Board of Directors or general membership of Public Employees Union Local #1 in accordance with the affiliation agreement between the Association and Public Employees Union Local #1 and applicable law.
2. Dues/fees/assessments shall be paid through payroll deduction.
3. Dues are delinquent the first of the month following the month for which dues were last paid in and membership shall terminate for non-payment of dues sixty (60) days thereafter. Delinquent members shall be notified at least fifteen (15) days prior to the termination of their membership under this section. Membership which is terminated under this section may be reinstated within ninety (90) days of the termination upon payment of all dues which are in arrears.
4. The membership may establish a unit fee for the purposes of social activities, leadership activities and promoting the purpose of the Association. Such fee shall be established or rescinded by a majority of those members voting on the matter.

ARTICLE VII

Board of Directors:

1. The governing body of this Association shall be the Board of Directors, hereinafter called the Board.
2. The Board of Directors shall consist of the elected Officers of the Association and one Director from each bargaining unit, which is represented by the Association.
3. The Board of Directors shall transact all business and shall formulate policies of the Association. In the performance of its duties and responsibilities, the Board shall:
 - a.) Recruit and retain the highest possible percentage of eligible employees as members of this Association with the objective that this Association be the exclusive representative of public employees in of Yuba County.
 - b.) Ensure that adequate representation is afforded all members and eligible non-members on matters relating to employment conditions and benefits.
 - c.) Provide communications to keep the members and eligible non-members informed of the activities of the Association.

- d.) Hear and act on member's and eligible non-member's appeals submitted to the Board.
 - e.) Make such studies as necessary for the development of the policies, programs and projects of the Association.
4. The Board shall have the authority to enter into purchase agreements or contracts, provided, however, that no debt shall be incurred which would impair the operations and/or solvency of the Association.
5. Directors shall supervise in their jurisdictions the promotion of and the adherence to the objectives of the Association. They shall also:
- a.) Recruit and maintain the highest possible percentage of members in the unit they are elected to represent.
 - b.) Represent their unit members faithfully and fully in all Association matters.
 - c.) Keep their unit members informed as to all Association programs, policies and projects.
6. Directors shall attend all meetings of the Board except in the event of extenuating circumstances. If any member of the Board misses and fails to attend more than three regular or meetings in a twelve (12) month period, or two (2) consecutive regular meetings without legitimate cause that Director shall be deemed to have resigned. Such vacancies shall be filled as provided for in Article XII of these bylaws.
7. Directors shall appoint an Alternate Director to serve in their absence at regular Board meetings. Such alternates shall have voting rights in the absence of the Director and other obligations as set forth herein.

ARTICLE VIII

Officers:

1. The officers of the Association shall be the President, Vice-President, Immediate Past President, Secretary and Treasurer.
2. The President of the Association shall preside at all meetings of the Board and of the membership. The President shall also appoint all members of all committees subject to consent of the Board of Directors.
3. The Vice-President shall, in the absence or disability of the President, perform all of the duties of the President, and so acting, shall have the power of, and be subject to the restrictions upon the President.

4. Immediate Past President is a voting member of the Board and in the absence or disability of the President and Vice President, perform all of the duties of the President, and so acting, shall have the power of, and be subject to the restrictions upon, the President.

5. The Secretary shall cause to be kept at the principal office of the Association, the Minutes from Board meetings and Membership meetings, with the time and place of holding, how called or authorized, the notice thereof given, the names of those present at the Board meetings, the number of members present or represented at membership meetings, and the proceedings thereof.

6. The Treasurer shall cause to be kept and maintain adequate and correct books of accounts, showing receipts and disbursements of the Association, and an account of its cash and other assets, if any. Such books of account shall, at reasonable times, be opened to inspection by any members.

The Treasurer shall ensure the deposit of all monies of the Association with such depositories as are designated by the Board and shall disburse funds of the Association as may be ordered by the Board and upon request shall furnish statements of the fiscal condition of the Association.

ARTICLE IX

Executive Director:

1. The Executive Director shall be responsible for administering the day to day business and social affairs of the Association per the policy and/or direction of the Board of Directors.

2. The Executive Director shall be appointed by two-thirds (2/3) vote of the Board of Directors. The appointment shall continue until resignation or removal by a three-fourths (3/4) vote of the Board of Directors.

3. The Executive Director shall have the sole authority to appoint, direct and remove other Association staff, subject to concurrence of the Local #1 General Manager.

ARTICLE X

Negotiations Committees:

1. Full Contract Negotiations:

a.) The membership from each bargaining unit represented by the Association shall have the right to elect members to the Association Negotiations Committee. The membership from each unit may elect two primary and two alternates from the membership assigned to their respective bargaining unit.

b.) Nominations will be solicited from the membership. If three or more nominations are made an election shall be held to determine the two primary representatives, unless the affected nominees resolve the matter amongst themselves. Those nominees receiving the most votes will determine the two primary representatives. The nominee(s) receiving the next highest amount of votes shall serve as the alternate representatives.

c.) If the membership of any unit fails to elect representatives to the Negotiations Committee, the President shall have the power to appoint representatives from amongst the membership in the respective unit.

2. Subject Matter Negotiations:

a.) If the Board of Directors authorizes negotiations or discussions with a public agency where the Association represents employees, the President shall appoint an appropriate committee to ensure the interests of the affected members is properly represented.

3. Neither a committee appointed by the Board of Directors or the President shall have the power to alter the terms and conditions of a contract previously approved by the membership and/or to enter into any agreement that would diminish or eliminate the rights, benefits or wages of the membership. Such matters shall be exclusively reserved and decided by a majority of the members voting on such matters.

ARTICLE XI

Meetings:

1. The Board shall meet in regular session at least eight (8) times within each calendar year at a date, time and place specified by the Board in advance of each meeting. Special meetings of the Board may be called on emergency matters by the President, at any time, by contacting all Board members who are available, or upon written request of two (2) members of the Board, providing twenty-four (24) hours written notice as given by the Secretary to each member of the Board specifying the matters to be considered at each special meeting and no other business shall be transacted.

2. A two-thirds (2/3) majority of the Board of Directors shall constitute a quorum for the transaction of business at all Board Meetings.

3. Membership meetings shall be held on an as needed basis or when directed by the Board of Directors and/or President. The Secretary shall ensure reasonable advance notice to the membership through a written bulletin and other channels of communications as to the date, time, place and agenda for the meeting. Special membership meetings may be called by written petition of the membership.

4. Fifteen (15%) percent of the regular members of the Association shall constitute a quorum for the transaction of business at regular membership meetings.

5. Any proposal or matter for consideration, which is to be presented at an annual or special membership meetings shall be adopted by a majority vote of those members casting a ballot except revision of bylaws, which will require a two thirds (2/3) of those members casting a ballot.

ARTICLE XII

Elections/Appointments:

1. Election of officers and directors shall be held in October by secret ballots. The President and the Treasurer shall be elected in odd years and the Vice-President and the Secretary shall be elected in even years. The candidate for each office receiving the highest number of votes for each office shall be declared to such office for a term of two (2) years from and after the date of installation, which shall occur in the month of January. Officers shall serve until their successors have been elected and installed.

2. Directors shall be elected by the members in each respective bargaining unit during the month of October. Directors for the Supervisory and the Maintenance Service Unit shall be elected in odd years and the Directors for the Clerical/Office, Technical and Professional Units shall be elected in even years. Unit Directors shall appoint and/or replace Alternate Directors. Each Director shall serve until a successor has been selected or elected.

3. Directors and alternates for each unit shall be recognized and appointed at the installation meeting for officers elected.

4. Any vacancy on the Board of Directors, which occurs during a term, shall be filled by appointment for the remainder of that term. The President shall make the appointment within thirty (30) days after the occurrence of the vacancy, unless there is less than ninety (90) days before the scheduled election for the Officer/Director position that has become vacant. Notwithstanding provisions of these Bylaws to the contrary, the election of a member to a vacant position shall become effective immediately.

5. The President shall appoint Site Representatives in a manner that promotes communication and participation in the Association. The membership assigned to a work location where a Site Representative position has been established, may petition to make nomination(s) and to hold an election for the purpose of determining their Site Representative. Members may also petition the President to create additional Site Representative positions if they feel their interests are not being adequately represented.

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ARTICLE XIII

Alternate Voting/Election Procedures:

1. A mail ballot election shall be conducted for election of Officers and Directors, changes to the Bylaws and contract ratifications/amendments. Prior to issuing a mail ballot regarding the Bylaws or contract ratifications/amendments at least one membership meeting will be held for the purpose of answering questions regarding the matter(s) being presented to the membership. The mail ballot shall provide at least five (5) calendar days for members to consider the issue(s) and cast their ballot.

2. As an alternative, due to limited time restraints or other reasons determined sufficient by the Board, the Board may vote to conduct such elections by on site secret ballot election. If the Board votes to conduct a site election, the ballot box shall be available at any meeting called to discuss the matter(s) under consideration and be available to members to cast a ballot for at least two days and at locations and times that allow the membership sufficient access to cast their vote.

3. At membership meetings, a proxy vote may be cast on behalf of a member who is unable to attend due to hours of work or other authorized leaves of absence. The authority to cast a proxy vote on behalf of another member shall be written, clearly state who is empowered to cast the proxy vote and include a statement explaining why the member was not able to attend the meeting. Written authority to cast a proxy vote on behalf of a member shall be signed and dated by the member issuing the proxy. Such proxy shall be for voting at one single meeting.

ARTICLE XIV

Appeals of Staff and/or President's Decision:

1. Any member or employee represented by the Association may request an appearance before the Board of Directors for appealing a decision made by staff or the President. The appeal before the Board shall be conducted informally. Both the individual(s) and staff and/or President will be provided an opportunity to present their respective positions and/or written materials for the Board's consideration.

2. After the parties have been afforded the opportunity to present their respective positions, the Board shall deliberate and decide whether to support or overturn the decisions made by staff and/or the President.

3. A majority of the Directors present at a duly called meeting where a quorum is present shall have the power to overturn a decision made by staff and/or the President. If a decision made by staff and/or the President is overturned a majority of the Directors present shall determine what action is to be taken.

4. The Board of Directors retains the authority in all matters to review, modify or reverse decisions made by the staff and/or President.

ARTICLE XV

Miscellaneous:

1. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Association, and such authority may be general or confined to specific instances; and, unless so authorized by the Board, no officer, agent or other person shall have any power or authority to bind the Association by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

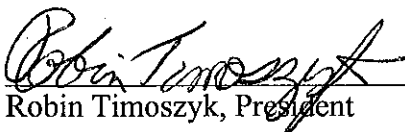
2. The Association shall keep in its principal office the original copy of the Bylaws, as amended, or otherwise altered to date, certified by the Secretary, which shall be open to inspection by members at all reasonable times during office hours.

3. Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the California General Non-Profit Corporation Law shall govern this construction of these Bylaws.

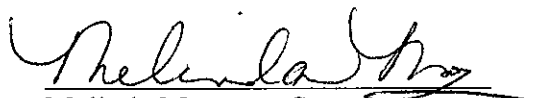
4. The rules contained in Robert's Rules of Order, Revised, shall govern all members meetings and Board meetings of the Association, except in instances of conflict between said rules of order and the articles or Bylaws of the Association or provisions of law.

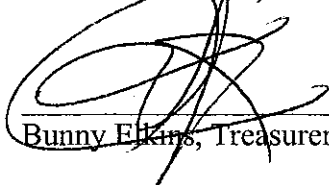
Certification:

We the undersigned do hereby certify that we are the duly elected officers of the Yuba County Employees Association, Local #1. By our signature, hereunder we verify that the foregoing Bylaws constitute the amended Bylaws of said Corporation and that these Bylaws were approved by the general membership in accordance with the appropriate provisions herein.


Robin Timoszyk, President


Ramona Mallonee, Vice President


Melinda Mangum, Secretary


Bunny Ekins, Treasurer

Dated: 4/11/11